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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
AGERA ENERGY LLC, <i>et al.</i> ¹)	Case No. 19-23802 (RDD)
)	
Debtors.)	(Jointly Administered)
)	

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR
HEARING ON NOVEMBER 5, 2019 AT 10:00 A.M.**

Time & Date of Hearing: November 5, 2019 at 10:00 a.m. (Prevailing Eastern Time)

Location of Hearing: The Honorable Robert D. Drain
United States Bankruptcy Court
300 Quarropas Street
White Plains, New York 10601

Copies of Motions: A copy of each pleading can be viewed on the Court's website at
<http://www.nysb.uscourts.gov> and the website of the Debtors'
proposed notice and claims agent, Stretto, at
<http://cases.stretto.com/agera>.

¹ The Debtors, together with the last four digits of each Debtor's federal tax identification number, are: Agera Energy LLC (8122); Agera Holdings, LLC (3335); energy.me midwest llc (9484); Aequitas Energy, Inc. (7988); Utility Recovery LLC (4351); and Agera Solutions LLC (8749). The location of the Debtors' corporate headquarters and the service address for all Debtors is 555 Pleasantville Road, S-107, Briarcliff Manor, NY 10510.

I. MOTIONS GOING FORWARD:

1. ***Prepetition Taxes Motion.*** Debtors' Motion for Entry of an Interim and Final Order (I) Authoring, but not Directing, the Payment of Certain Prepetition Taxes and Fees and (II) Granting Related Relief [Docket No. 7].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: Interim Order signed on 10/8/2019 (I) Authorizing, but not Directing, the Payment of Certain Prepetition Taxes and Fees and (II) Granting Related Relief [Docket No. 56].

Formal Responses Received: None.

Status: A Certificate of No Objection has been filed [Docket No. 160].

2. ***Wages Motion.*** Debtors' Motion for Entry of Interim and Final Orders Authorizing Payment of Certain Prepetition Wages, Reimbursable Expenses, Benefits, and Related Items [Docket No. 8].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: Interim Order signed on 10/8/2019 Authorizing the Debtors' to Pay Certain Prepetition Wages, Reimbursement Expenses, Benefits, and Related Items [Docket No. 51]

Formal Responses Received: None.

Status: A Certificate of No Objection has been filed [Docket No. 158].

3. ***Cash Management Motion.*** Debtors' Motion For Entry Of Interim And Final Orders Authorizing Debtors To Continue (I) to Operate Their Cash Management System, Honor Certain Prepetition Obligations Related Thereto, and Maintain Existing Business Forms; and (II) Their Intercompany Transactions [Docket No. 9].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: Interim Order signed on 10/8/2019 Authorizing the Debtors to Continue (I) to Operate the Cash Management System, Honor Certain Prepetition Obligations Related Thereto, and Maintain Existing Business Forms; and (II) Their Intercompany Transactions [Docket No. 52].

Formal Responses Received: None.

Status: A Certificate of No Objection has been filed [Docket No. 159].

4. ***Motion to Pay Service Providers.*** Debtors' Motion For Entry of Interim and Final Orders Authorizing The Debtors to (I) Pay Certain Prepetition Claims of Service Providers and (II) Continue Satisfying Postpetition Obligations in the Ordinary Course of Business [Docket No. 12].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: Interim Order signed on 10/8/2019 Authorizing the Debtors to Pay Certain Prepetition Claims of the Service Providers [Docket No. 55].

Formal Responses Received: None.

Status: A Certificate of No Objection has been filed [Docket No. 161].

5. ***DIP Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Obtain Postpetition Financing; (II) Authorizing Use of Cash Collateral; (III) Granting Liens and Providing Superpriority Administrative Expense Status; (IV) Granting Adequate Protection; (V) Modifying Automatic Stay; (VI) Scheduling Final Hearing; and (VII) Granting Related Relief [Docket No. 13].

Objection Deadline: October 25, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents:

- A. Supplemental Exhibit [Docket No. 36].
- B. Interim Order signed on 10/8/2019 (I) (A) Authorizing Use of Cash Collateral, (B) Granting Adequate Protection, (II) (A) Approving Postpetition Supply Facility, (B) Granting Liens and Providing Superpriority Administrative Expense Claims, (III) Modifying the Automatic Stay, and (IV) Scheduling Final Hearing [Docket No. 47].
- C. Notice of Filing of Unredacted Exhibit B-1 to Debtors Motion for Entry of Interim and Final Orders (I) (A) Authorizing Use of Cash Collateral, (B) Granting Adequate Protection, (II) (A) Approving Postpetition Supply Facility, (B) Granting Liens and Providing Superpriority Administrative Expense Claims, (III) Modifying the Automatic Stay, And (IV) Scheduling a Final Hearing [Docket No. 101].
- D. Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of Interim and Final Orders (I) (A) Authorizing Use of Cash Collateral, (B) Granting Adequate Protection, (II) (A) Approving Postpetition Supply Facility, (B) Granting Liens and Providing Superpriority Administrative Expense Claims, (III) Modifying The Automatic Stay, and (IV) Scheduling A Final Hearing [Docket No. 166].

E. Notice of Filing of Proposed Final Order (I) (A) Authorizing Use of Cash Collateral, (B) Granting Adequate Protection, (II) (A) Approving Postpetition Supply Facility, (B) Granting Liens and Providing Superpriority Administrative Expense Claims, and (III) Modifying the Automatic Stay [Docket No. 169].

Formal Responses Received: None

Status: This matter is going forward.

6. ***Insurance Motion.*** Debtors' Motion For Entry of an Order (I) Authorizing the Debtors to (A) pay their Obligations Under Prepetition Insurance Policies, (B) Continue to pay Certain Brokerage Fees, (C) Renew, Supplement, Modify, or Purchase Insurance Coverage in the Ordinary Course, and (D) Honor their Prepetition Insurance Premium Financing Agreements; (II) Authorizing Banks and other Financial Institutions to Honor Checks and Electronic Transfer Requests Related Thereto; and (III) Granting Related Relief [Docket No. 14].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: Notice of Hearing [Docket No. 68].

Formal Responses Received: None.

Status: A Certificate of No Objection has been filed [Docket No. 157].

7. ***Sale and Bidding Procedures Motion.*** Debtors' Motion for Entry of Orders (I)(A) Approving Bidding Procedures Related to the Sale of the Debtors' Assets, (B) Approving Stalking Horse Asset Purchase Agreement and Bid Protections, (C) Approving Form and Manner of Notices of Sale, Auction and Sale Hearing, (D) Approving Procedures Related to the Assumption and Assignment of Certain Executory Contracts, (E) Scheduling Auction for, and Hearing to Approve Sale of the Agera Opco Entities' Assets Free and Clear of All Liens, Claims, Interest and Encumbrances and (B) Authorizing the Assumption and Assignment of Certain Executory Contracts, and Granting Related Relief [Docket No. 16].

Objection Deadline: November 1, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents:

A. Debtors' Motion for Entry of an Order Granting Leave to File the Unredacted Stalking Horse APA Under Seal [Docket No. 20].

B. Notice of Filing of Revised Order (I)(A) Approving Bidding Procedures Relating to the Sale of the Debtors Assets, (B) Approving Stalking Horse Asset Purchase Agreement and Bid Protections, (C) Approving Form and Manner of Notices of Sale, Auction and Sale Hearing, (D) Approving

Procedures Relating to the Assumption and Assignment of Certain Executory Contracts, (E) Scheduling Auction for, and Hearing to Approve, Sale of the Agera Opco Entities Assets; (II)(A) Approving the Sale of the Agera Opco Entities Assets Free and Clear of All Liens, Claims, Interests and Encumbrances and (B) Authorizing the Assumption and Assignment of Certain Executory Contracts; and (III) Granting Related Relief [Docket No. 111].

- C. Order (I)(A) Approving Bidding Procedures Relating to the Sale of Debtors' Assets, (B) Approving Stalking Horse Asset Purchase Agreement and Bid Protections, (C) Approving Form and Manner of Notices of Sale, Auction and Sale Hearing, (D) Approving Procedures Relating to the Assumption and Assignment of Certain Executory Contracts, (E) Scheduling Auction For, and Hearing to Approve, Sale of the Debtors' Assets and (II) Granting Related Relief [Docket No. 116].
- D. Notice of Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts [Docket No. 122].
- E. Notice of Sale of Substantially all Assets [Docket No. 123].
- F. Supplemental Notice of Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts [Docket No. 144].
- G. Limited Objection of the Official Committee of Unsecured Creditors to Proposed Sale of the Agera Opco Entities' Assets to the Stalking Horse Bidder [Docket No. 167].
- H. Notice of Filing of Proposed Order (I) Authorizing and Approving the Sale of Substantially All of the Agera Opco Entities' Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (C) Granting Related Relief [Docket No. 168].

Formal Responses Received: None.

Status: This matter is going forward.

- 8. ***Ordinary Course Professional Motion.*** Debtors' Motion for Entry of Order Authorizing Debtors to Employ and Pay Professionals Utilized in the Ordinary Course of Business [Docket No. 18].

Objection Deadline: October 25, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: None.

Formal Responses Received:

A. Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of Order Authorizing Debtors to Employ and Pay Professionals Utilized in the Ordinary Course of Business [Docket No. 126].

Status: This matter is going forward.

9. ***Creditor Sealing Motion.*** Debtors' Motion for Entry of an Order Authorizing (I) the Debtors to Redact Certain Personally Identifiable and Commercially Sensitive Information from Court Filings and (II) the Debtors' Claims and Noticing Agent to Withhold Publication of Claims filed by Certain Individuals [Docket No. 19].

Objection Deadline: October 11, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents:

A. Notice of Hearing [Docket No. 41].

B. Declaration of Todd Sandford in Support of Debtors' Motion for Entry of an Order Authorizing (I) the Debtors to Redact Certain Personally Identifiable and Commercially Sensitive Information From Court Filings And (II) the Debtors' Claims and Noticing Agent to Withhold Publication of Claims Filed by Certain Individuals [Docket No. 149].

C. Omnibus Declaration of Thomas Buck in Support of (i) the Debtors' Motion for Entry of an Order Authorizing (I) the Debtors to Redact Certain Personally Identifiable and Commercially Sensitive Information From Court Filings And (II) the Debtors' Claims and Noticing Agent to Withhold Publication of Claims Filed by Certain Individuals and (ii) Debtors' Motion for Entry of an Order Granting Leave to File the Unredacted Stalking Horse APA Under Seal [Docket No. 150].

Formal Responses Received:

A. Omnibus Objection to Motion of the Debtors' Request to File Documents and Information Under Seal [Docket No. 62].

Status: This matter is going forward.

10. ***APA Sealing Motion.*** Debtors' Motion for Entry of an Order Granting Leave to File the Unredacted Stalking Horse APA Under Seal [Docket No. 20].

Objection Deadline: October 11, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents:

- A. Notice of Hearing [Docket No. 39].
- B. Omnibus Declaration of Thomas Buck in Support of (i) the Debtors' Motion for Entry of an Order Authorizing (I) the Debtors to Redact Certain Personally Identifiable and Commercially Sensitive Information From Court Filings And (II) the Debtors' Claims and Noticing Agent to Withhold Publication of Claims Filed by Certain Individuals and (ii) Debtors' Motion for Entry of an Order Granting Leave to File the Unredacted Stalking Horse APA Under Seal [Docket No. 150].

Formal Responses Received:

- A. Omnibus Objection to Motion of the Debtors' Request to File Documents and Information Under Seal [Docket No. 62].

Status: This matter is going forward.

11. ***KEIP & KERP Motion.*** Debtors' Motion for Entry of an Order Approving (I) Key Employee Incentive Plan and (II) Key Employee Retention Plan [Docket No. 69].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: Notice of filing of Exhibit D to the Debtors' Motion for Entry of an Order Approving (I) Key Employee Incentive Plan and (II) Key Employee Retention Plan [Docket No. 119].

Formal Responses Received:

- A. Objection of Official Committee of Unsecured Creditors to Debtors' Motion for Entry of an Order Approving (I) Key Employee Incentive Plan and (II) Key Employee Retention Plan [Docket No. 153].

Status: This matter is going forward.

12. ***Interim Compensation Motion.*** Motion of Debtors for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 70].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: None.

Formal Responses Received: None.

Status: A Certificate of No Objection has been filed [Docket No. 162].

13. **RSA Motion.** Debtors' Motion for Entry of an Order Authorizing and Directing Assumption of the Amended Restructuring Support Agreement Term Sheet [Docket No. 71].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: None.

Formal Responses Received:

A. Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of Order Authorizing and Directing Assumption of the Amended Restructuring Support Agreement Term Sheet [Docket No. 152].

Status: This matter is going forward.

14. **Stay Motion.** Motion for Relief from Stay , Including to Authorize Advancement by Insurers of Legal Costs of Insured Individuals Pursuant to Liability Insurance Policies [Docket No. 86].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: None.

Formal Responses Received:

A. Limited Objection of the Official Committee of Unsecured Creditors to Motion of Todd Sandford, Mark Linzenbold, and Raima Jamal for Entry of an Order Granting Relief from the Automatic Stay, Including to Authorize Advancement by Insurers of Legal Costs of Insured Individuals Pursuant to Liability Insurance Policies [Docket No. 154].

Status: This matter is going forward.

15. **Bar Date Motion.** Debtors' Motion (I) Setting Bar Dates for Submitting Proofs Of Claim, (II) Approving Procedures for Submitting Proofs of Claim, And (III) Approving Notice Thereof [Docket No. 115].

Objection Deadline: October 29, 2019 at 4:00 p.m. (prevailing Eastern Time).

Related Documents: None.

Formal Responses Received: None.

Status: A Certificate of No Objection has been filed [Docket No. 163].

16. ***Customer Program Motion.*** Debtors' Motion for an Order Authorizing (I) the Debtors to Honor Certain Prepetition Customer Obligations and to Continue Prepetition Customer Program in the Ordinary Course of Business and (II) the Debtors' Financial Institutions to Honor Payments Related to the Foregoing [Docket No. 130].

Objection Deadline: November 4, 2019 at 12:00 p.m. (prevailing Eastern Time).

Related Documents: Debtors' Motion to Shorten Time [Docket No. 131].

Formal Responses Received: None.

Status: This matter is going forward.

Dated: November 1, 2019
New York, NY

McDERMOTT WILL & EMERY LLP

/s/ Darren Azman

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